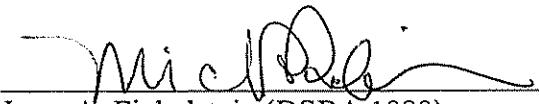


UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

DAKOTA IMAGING, INC.,)
Plaintiff,) Civil Action No. 1:05-CV-296 (SLR)
v.)
JURY TRIAL DEMANDED
SANDEEP GOEL and)
PRADEEP GOEL,)
Defendants/Counterclaim-)
Plaintiffs,)
v.)
DAKOTA IMAGING, INC.,)
ENVOY CORPORATION, and)
WEB MD CORPORATION,)
Counterclaim-)
Defendants)

**PLAINTIFF/COUNTERCLAIM-DEFENDANT DAKOTA IMAGING, INC.'S MOTION
FOR PARTIAL DISMISSAL OF DEFENDANTS/COUNTERCLAIM-PLAINTIFFS'
COUNTERCLAIMS AGAINST IT**

Plaintiff/Counterclaim-Defendant Dakota Imaging, Inc. moves to dismiss those portions of the Counterclaims against it in the above-captioned action related to an “earnout” provision in the Merger Agreement (as defined in the accompanying Memorandum in Support) for failure to state a claim for which relief may be granted pursuant to Rule 12(b)(6) of the Federal Rules of Civil Procedure. The grounds for this Motion are fully stated in the accompanying Memorandum in Support



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Dated: June 7, 2005

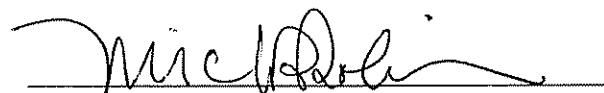
CERTIFICATE OF SERVICE

I hereby certify that on June 7, 2005, I electronically filed the foregoing document with the Clerk of Court using CM/ECF which will send notification of such filing(s) and Hand Delivered copies of the foregoing document to the following:

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I further hereby certify that on June 7, 2005, I have mailed by Federal Express, the document(s) to the following non-registered participants:

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